



**CONSTITUTION and BY-LAWS
of the
BEARDED COLLIE CLUB OF CANADA**

January 2004

1. NAME

1.1. The name of the Club shall be the Bearded Collie Club of Canada, a voluntary, national, non-profit association operating across Canada.

2. EMBLEM

2.1. The emblem reproduced herein shall be the official emblem of the Club.

3. OBJECTS

3.1. The objects of the Club shall be:

- a.) to encourage and promote quality in the breeding of the pure-bred Bearded Collie, to protect his heritage as a herding dog and to do all possible to bring his versatility qualities forward;
- b.) to urge members and breeders to accept the standard of the breed as approved by the Canadian Kennel Club as the premier standard of excellence;
- c.) to do all in its power to protect and advance the interests of the breed and to encourage sportsmanlike competition at conformation shows, obedience, agility and herding trials;
- d.) to conduct sanctioned and approved events under the Rules of the Canadian Kennel Club and to abide by the Canadian Kennel Club Code of Ethics and the Club's Code of Ethics;
- e.) to publish and disseminate information about the Bearded Collie to members and the general public to educate about its health and welfare and responsible dog ownership;
- f.) to cooperate with the official Bearded Collie Clubs of other countries for the betterment of the breed.
- g.) The Club shall be operated on a non-profit basis. Any resulting surplus shall not be used to the benefit of any member of the Club.
- h.) The members of the Club shall adopt and revise such By-laws as may be required to carry out these objects.

4. MEMBERSHIP

4.1. Membership Year

Membership in the Club shall be based on the calendar year.

4.2. Eligibility

Membership shall be open to all persons eighteen years of age and older who are in good standing with the Canadian Kennel Club and/or who subscribe to the objects of the Club.

4.3. Types of Membership

There shall be five types of memberships, as follows:

- a.) Single regular member shall be any person over eighteen years of age;
- b.) Family membership shall consist of all occupants of a dwelling. A family membership shall receive only one copy of any Club publication or notice but each family member, if over eighteen years of age, holds all other rights of a single regular member;
- c.) Junior member shall be any person under eighteen years of age. A junior membership shall have all the privileges of the Club except those of holding office and voting;
- d.) Life member shall be a member whose efforts on behalf of the Bearded Collie and/or the Club warrant special recognition, to be designated at an Annual General Meeting by a simple majority vote of members present. Life members shall enjoy all privileges of the Club including holding office and voting. Life members shall pay no dues.

- e.) Honourary member shall be any person designated as such at any Annual General Meeting by a simple majority vote of members present. Honourary members shall enjoy all the privileges of the Club except those of holding office and voting. Honourary members shall pay no dues.
- 4.4. Dues
- a.) Membership dues shall be payable by the first day of January each year. During the month of November the Membership Chairperson shall notify each member that the dues for the coming year are payable.
 - b.) The membership fee shall be reviewed annually by the Board prior to the Annual General Meeting. The Board will submit its proposed fee structure for the coming year, according to the type of membership, to a vote at the Annual General Meeting. Any change in fee structure must be approved by a simple majority vote of members present.
- 4.5. Application for Membership
- a.) Each applicant for membership shall apply on a form as approved by the Board of Directors and which shall provide that the applicant agrees to abide by this Constitution and By-laws, the Rules and Code of Ethics of the Canadian Kennel Club and the Code of Ethics of the Club.
 - b.) The application shall state the name and address of the applicant, the applicant's experience or interest in the breed and the number of Bearded Collies owned, and shall carry the endorsement for sponsorship of one member in good standing of the Club.
 - c.) Accompanying the application, the prospective member shall submit dues payment for the current year.
- 4.6. Approval of Membership
- a.) Applicants' names shall be circulated to the membership through the Club's publication.
 - b.) Applicants shall be deemed approved by the general membership if the Secretary receives no written objection within 30 days after publication.
 - c.) In the event that an objection is received, the Secretary shall call a meeting of the Board of Directors at which the application of the proposed member may be approved or rejected by a majority vote.
- 4.7. Rejection of Membership
- Any applicant who has been rejected must be provided with a reason for such rejection, in writing.
- 4.8. Termination of Membership
- Membership may be terminated as follows:
- a.) *Resignation.* Any member in good standing may resign from the Club upon providing written notice to the Secretary. No portion of the membership fee will be refunded.
 - b.) *Lapsing.* A membership will be considered lapsed and automatically terminated if such member's dues remain unpaid 60 days after the first day of the dues year (January 1 – December 31).
 - c.) *Expulsion.* A membership may be terminated as provided in Section 11.4 of these by-laws.
- 4.9. Voting Privileges
- Unpaid membership dues shall constitute denial of voting privileges. Only Single, Life, and Family members over eighteen years of age are entitled to vote.
5. GENERAL MEETINGS
- 5.1. Annual General Meeting
- The Annual General Meeting of the Club shall be held in conjunction with the dates of the National Specialty. In the event of the Club not holding a Specialty, the Annual General Meeting shall be held not later than six months after the fiscal year closing at a place, date and hour set by the Board of Directors. The Secretary shall ensure written notice of the Annual General Meeting shall be mailed to each member at least 30 days prior to the date of the meeting. The quorum for the Annual General Meeting shall be 10% of the total current membership, all of whom must be in good standing with the Club.

- 5.2. The order of business at the Annual General Meeting and all general meetings of the membership shall be as set forth in Roberts' Rules:
- Roll Call
 - Minutes of last Annual or last General meeting
 - Report of the President
 - Report of the Secretary
 - Report of Treasurer
 - Report of Committees
 - Election/Acclamation of Officers and Board (at annual meeting)
 - Unfinished Business
 - New Business
 - Adjournment
- 5.3. All motions at a general meeting shall be carried by a simple majority of those members in good standing present and voting, if a quorum exists.
- 5.4. Special General Meetings
- a.) The Board may call a special general meeting of the Club at any time by providing such notice to the membership.
 - b.) The Board is obligated to call a special general meeting upon the Secretary receiving a formal request. At least 5% of Club members in good standing must sign such request.
 - c.) Such meeting shall be held at such place, date and hour as may be designated by the Board of Directors but within 60 days of receipt of the request. The Secretary shall ensure written notice of such meeting shall be mailed to the membership at least 30 days prior to the meeting through the Club's publication or a special mailing. The notice of the meeting shall state the purpose of the meeting and no other Club business may be transacted. The quorum for such a meeting shall be 10% of members in good standing.
- 5.5. Board Meetings
- The first meeting of the Board shall be held in the month immediately following the Annual General Meeting of the Club when the newly appointed/elected Board assumes its responsibilities. Other meetings of the Board of Directors shall be held at such times and places as are agreed to by a majority vote of the Board. The Secretary shall mail written notice of such meetings to each member of the Board at least 30 days prior to the date of the meeting.
- a.) A quorum for a Board meeting shall be a majority of the Board voting in person, by mail or electronically.
 - b.) The Board of Directors may conduct its business by mail, in person or by electronic means. The Secretary shall conduct such meetings.
 - c.) Minutes of Board of Directors meetings shall be recorded and circulated to the Board and made available to the membership of the Club through the Club's publication.
 - d.) At meetings of the Board, the order of business shall be as follows:
 - Reading/Approval of the minutes of last meeting
 - Report of Secretary
 - Report of Treasurer
 - Report of Committees
 - Unfinished Business
 - Approval of new members
 - New Business
 - Adjournment

6. BOARD OF DIRECTORS

6.1 The Board of Directors shall be comprised of the Officers (President, Vice-President, Secretary and Treasurer), who must be residents of Canada, the Immediate Past-President, plus a minimum of four (4) Directors representing a minimum of four (4) of the six (6) Canadian Kennel Club regions across Canada. No more than three (3) Directors may be elected/appointed from any one region and Directors must reside in the region they represent. They shall be elected/appointed for two year term(s), as provided, and shall serve until their successors are elected/appointed. General management of the Club's affairs shall be entrusted to the Board of Directors. The names and offices of these members must be reported annually to the Canadian Kennel Club, when renewing club recognition, together with a copy of any changes to the current Constitution/By-laws of the Club.

6.2 Officers

The officers of the Club shall be the President, Vice-President, Secretary and Treasurer. All must be residents of Canada and members in good standing of the Club and the Canadian Kennel Club. If an officer should move out of the country during his/her term of office, he/she must resign from the Board as of the date of leaving Canada.

a.) President

The President shall chair all Board and General meetings of the Club and shall have such duties and responsibilities as specified by these by-laws and rules and regulations of the Club. The President may vote only in case of a tie.

b.) Vice-President

The Vice-President shall assume the duties and exercise the responsibilities of the President upon direction of the President or in such case as the President is unable to carry out the duties and responsibilities of the President.

c.) Secretary

The Secretary shall keep a record of all Board and General meetings of the Club and of all votes taken in the order of business. The Secretary shall receive and send correspondence on behalf of the Club to notify members of meetings, notify new members of their election of membership, notify Officers and Directors of their election/appointment to office, keep a roll of the current members of the Club complete with addresses and telephone numbers (with the assistance of the Membership Chairperson) and carry out such other duties as are prescribed in these by-laws.

d.) Treasurer

The Treasurer shall collect and receive all revenues of the club and shall deposit same in a Club bank account as approved by the Board, in the name of the Club. The books of the Club shall be open to inspection by the Board at any time and financial reports shall be provided, at least at every Annual General Meeting of the Club. The financial records of the Club shall be the property of the Club. The Treasurer shall keep records of all club property and, with the assistance of the Property Chairperson, shall be responsible for it. The Treasurer shall produce interim financial statements as needed. Disbursements of Club funds shall be by signing authority of the Treasurer and one other voting officer.

6.3. Directors

Directors shall represent the regional interest of the area from which they are elected/appointed and shall carry out such other duties as the Board may prescribe or as outlined in the Club's rules and regulations. A Director shall be entitled to vote at a Board of Directors meeting.

6.4 Vacancies

Should a vacancy occur on the Board, the Board may appoint a member of the Club to fill the vacancy. Should the vacancy occur in the office of President, such vacancy shall be filled automatically by the Vice-President and the resulting vacancy in the office of Vice-President shall be filled by a majority vote of the Board.

6.5 Terms of Office

The term of office of any member of the Board shall be for two years from the date of the applicable year's Annual General Meeting to the Annual General Meeting two years hence. The President may not remain in office for more than two consecutive terms (four years).

7. STANDING COMMITTEES

7.1. The Board shall each year nominate a Chair for the following standing committees to advance the work of the Club:

- Agility
- Annual Awards
- Booster Shows
- Education
- Herding
- Membership
- Obedience
- Property
- Publications
- Rescue
- Specialty Show
- Trophy
- Web page

Such nomination shall be ratified by a majority vote of the members at the Annual General Meeting.

The Board may appoint such other committees as may be needed to advance the work of the Club or for specific projects.

7.2. All committees are subject to the final authority of the Board and any committee appointment may be terminated by a majority vote of the Board upon written notice being sent to the appointee, and the Board may appoint a successor to the person whose services have been terminated.

8. CLUB YEAR

The Club's fiscal year shall begin on the 1st day of March and end on the last day of February.

9. VOTING

At the Annual General Meeting or at a special general meeting of the Club, voting shall be limited to those members in good standing who are present at the meeting, except for the election of Officers and Directors and amendments to the Constitution and By-laws and standard of the breed which shall be decided by written ballot. Voting by proxy shall not be permitted. The Board of Directors may decide to submit other specific questions for decision of the members by written ballot.

10. ELECTIONS

10.1 Nominations

- a.) No person may be a candidate in a Club election who has not been nominated in accordance with these By-laws. The Board of Directors shall choose a Nominating Committee before January 1. The Committee shall consist of three members from different areas of Canada, all members in good standing, no more than one of whom may be a member of the current Board of Directors. The Board shall name a Chair for the Committee. The Committee members shall be contacted for acceptance of such position by January 5. The Nominating Committee may conduct its business by mail or electronically.
- b.) The Nominating Committee shall nominate, from among the eligible members of the Club, one candidate for each office and for each other position on the Board of Directors and shall procure the acceptance of each nominee so chosen. Candidates shall not be nominated for more than one office or position. The Committee shall then submit its slate of candidates to the Secretary who shall mail the list to each member of the Club on or before April 30th, or in line with mailing of the Club's publication, so that additional nomination may be made by the members if they so desire.

- c.) Additional nomination of eligible members may be made by written petition addressed to the Secretary and received at his regular address on or before May 30th, signed by three (3) members and accompanied by the written acceptance of each such additional nominee signifying his willingness to be a candidate.
- d.) If no valid additional nominations are received by the Secretary on or before May 30th, the Nominating Committee's slate shall be declared elected and no balloting will be required.

10.2 Ballots

When required, the election of Officers and Directors shall be conducted by secret ballot.

- a.) If one or more valid additional nominations are received by the Secretary on or before May 30th he/she shall, on or before June 15th, mail to each member in good standing a ballot listing all of the nominees for each position in alphabetical order, with the names of the regions in which they reside, together with a blank envelope and a return envelope addressed to the Secretary marked "Ballot" and bearing the name of the member to whom it was sent. So that the ballots may remain secret, each voter, after marking his ballot, shall seal it in the blank envelope which in turn shall be placed in the second envelope addressed to the Secretary.
- b.) Ballots to be valid must be received by the Secretary by July 30th.
- c.) Ballots shall be counted before the Annual General Meeting by three inspectors of election who are members in good standing and neither members of the current Board nor candidates on the ballot and who shall be chosen in advance by the Board.
- d.) The inspectors of election shall check the returns against the list of members who dues are paid for the current year prior to opening the outer envelopes and removing the blank envelope, and shall certify the eligibility of the voters as well as the results of voting which shall be announced at the Annual General Meeting or by written notification to all members.
- e.) The person receiving the largest number of votes for each position shall be declared elected. If any nominee is unable to serve for any reason, such nominee shall not be elected and the vacancy so created shall be filled by the new Board of Directors in the manner provided by Section 6.4.

11. DISCIPLINE

11.1 Canadian Kennel Club Suspension

Any member who is suspended, debarred, expelled or deprived of privileges from the Canadian Kennel Club automatically shall be suspended from the privileges of this Club for a like period.

11.2 Complaints

- a.) Any member may lay a complaint against a member for alleged misconduct prejudicial to the best interests of the Club or the breed. Written complaints containing details of the alleged misconduct must be filed in duplicate with the Secretary together with a deposit of \$25.00 which shall be forfeited if the defendant is found not-guilty at a hearing of the Board or of a Committee duly appointed for this purpose.
- b.) Upon receiving such a complaint, the Secretary shall, within 30 days, forward a copy of the complaint along with a notice of hearing to the defendant, the complainant and each member of the Board or appointed Committee.
- c.) The hearing date shall be set no later than 90 days from the date of receipt of the complaint. If the Board holds the hearing, a minimum of four (4) members of the Board must be present. In the event that a Committee holds the hearing, at least a majority of the appointed Committee shall be present. Should a complaint be laid against the Secretary, then the President shall act in accordance with these By-laws.

11.3 Hearing

The Board or appointed Committee shall ensure that both the complainant and the defendant are treated fairly and in accordance with the rules of justice. Should the complaint be sustained after hearing all the evidence and testimony presented by the complainant and defendant, the Board or Committee may, by a majority vote of those present, impose an appropriate penalty. The Secretary shall then notify each of the parties of the decision, within 30 days of the decision.

11.4 Expulsion

- a.) Expulsion of a member from the Club shall be accomplished by a 2/3 vote of the Board of Directors following a proper hearing as provided in Section 11.3 for conduct prejudicial to the best interests of the Club or the breed. The Board shall vote by secret ballot on the proposed expulsion.
- b.) If the vote is for expulsion, the President and/or Secretary shall then see that the complaint, report of findings and the expulsion are announced through the Club's publication.

12. AMENDMENTS

12.1 Proposal for Amendments

Amendments to the Constitution, the By-laws and the breed standard may be proposed by the Board of Directors or by written petition addressed to the Secretary signed by ten members in good standing. Amendments proposed by such petition shall be considered by the Board of Directors at its next regular meeting and subsequently be presented to the members of the Club, with the recommendations of the Board, within ninety (90 days) of the date when the petition was received by the Secretary.

12.2 Amendment by Vote

The Constitution, By-laws, and breed standard may be amended at any time provided a copy of the proposed amendment has been mailed by the Secretary to each member in good standing on the date of mailing, accompanied by a ballot on which he/she may indicate his/her choice for or against the action to be taken. Dual-envelope procedures shall be followed in handling such ballots, to assure secrecy of the vote. Notice with such ballot shall specify a date not less than thirty (30) days after the date of mailing by which date the ballots must be returned to the Secretary to be counted. A 2/3 majority vote of all eligible voting members in good standing shall be required to effect any such amendment. In the case of the Breed Standard, a 2/3 majority vote of all eligible voting members that have voted is required. Voting by proxy shall not be permitted. Handling of ballots shall be as outlined in Section 10.

12.3 Canadian Kennel Club Approval

No amendment to the Constitution, By-laws or breed standard shall become effective until it has been approved by the Canadian Kennel Club.

12.4 Publication of Amendments

Once Canadian Kennel Club approval of amendment(s) has been confirmed, the Secretary shall publish a revised version of the document in question through the Club's publication.

13. DISSOLUTION

The Club may be dissolved at any time by the written documented consent of at least 2/3 of the eligible voting members. Proxies are not permitted. In the event of the dissolution of the Club, other than for the purposes of reorganization, whether voluntary or involuntary or by operation of law, none of the property of the Club, nor any proceeds thereof, nor any assets of the Club shall be distributed to any members of the Club, but after payment of the debts of the Club, its property and assets shall be given to a charitable organization for the benefits of dogs. Such organization shall be selected by a majority vote of members present at a special general meeting.